

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615
(401) 222-3040

INSTRUCTIONS FOR FILING ARTICLES OF DISSOLUTION BY INCORPORATORS

Section 7-1.2-1301 of the General Laws of Rhode Island, 1956, as amended

The attached form is designed to meet minimal statutory filing requirements pursuant to the relevant statutory provision. This form and the information provided are not substitutes for the advice and services of an attorney and/or tax specialist.

1. A corporation which has not commenced business and which has not issued any shares, may be voluntarily dissolved by its incorporators at any time by filing Articles of Dissolution by Incorporators (Form No. 106) with the Office of the Secretary of State, Corporations Division, at the above address. When the Articles are completed, signed, and submitted with the correct filing fee and letter of good standing as noted in item 4 below, a Certificate of Dissolution by Incorporators shall be issued.
2. The Articles of Dissolution by Incorporators must be accompanied by a filing fee of \$50.00, and payment should be made payable to the Rhode Island Secretary of State.
3. Upon filing the Articles of Dissolution by Incorporators, the corporation must be in good standing and current with the filing of its annual reports and the maintenance of its registered agent and its registered office in this state.
4. An original letter of good standing from the Rhode Island Division of Taxation for the purpose of dissolution must accompany the Articles of Dissolution by Incorporators. The letter of good standing must be dated within thirty (30) days of the receipt and filing of the Certificate of Dissolution by Incorporators. However, if the corporation is dissolving prior to the effective date stated on the Articles of Incorporation, a letter of good standing is not required. Contact the Rhode Island Division of Taxation at One Capitol Hill, Providence, RI 02903 (401) 574-8935 to order the good standing.
5. The Articles of Dissolution by Incorporators shall be signed by a majority of the incorporators.

If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m.

Filing Fee: \$50.00

ID Number: _____



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BUSINESS CORPORATION

ARTICLES OF DISSOLUTION BY INCORPORATORS

Pursuant to the provisions of Section 7-1.2-1301 of the General Laws of Rhode Island, 1956, as amended, the undersigned, being a majority of the incorporators of the corporation hereinafter named, adopt the following Articles of Dissolution:

1. The name of the corporation is _____
2. The date of issuance of its Certificate of Incorporation was _____
3. No shares of the corporation have been issued.
4. The corporation has not commenced business.
5. The amount, if any, actually paid in on subscriptions for its shares, less any part of the amount disbursed for necessary expenses, has been returned to those entitled to it.
6. No debts of the corporation remain unpaid.
7. A majority of the incorporators elect that the corporation be dissolved.
8. As required by Section 7-1.2-1301 of the General Laws, the corporation has paid all fees and franchise taxes.
9. These Articles of Dissolution shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing _____

Under penalty of perjury, I/we declare and affirm that I/we have examined these Articles of Dissolution by Incorporators, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: _____

Signature(s) of Incorporator(s)